

# WILMER, CUTLER & PICKERING

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April 30, 1979

RECORDATION NO. 9927K Filed 1425

APR 30 1979 - 3 10 PM

INTERSTATE COMMERCE COMMISSION

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ROGER M. WITTEN

EZEKIEL G. STODDARD  
WILLIAM C. GIFFORD  
COUNSEL

Dear Mr. Homme:

On behalf of North American Car Corporation, I submit for filing and recording under 49 USC § 11303(a) the enclosed executed counterparts of a Supplement dated as of April 23, 1979 to the Bailment Agreement and Assignment of Leases dated as of December 18, 1978 which document was recorded December 20, 1978 under Recordation No. 9927. The enclosed document should be recorded under Recordation No. 9927-K.

The parties to this transaction are:

North American Car Corporation  
222 S. Riverside Plaza  
Chicago, Illinois 60606

General Electric Credit Corporation  
260 Long Ridge Road  
Stamford, Connecticut 06904

This Supplement adds the units of railroad equipment listed below to the Assignment and assigns the leases referred to in Schedule B to the Assignment. The equipment covered is as follows:

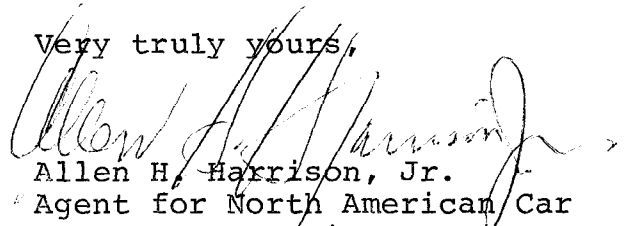
	Reporting Mark	Serial Numbers
3 - 4750 cu.ft. covered hopper cars, 100-ton trucks, LO	NAHX 481140- 481142	481140- 481142

*David Johnson*  
*David Johnson*

- 2 -

Once the filing has been made, please return to the bearer the stamped counterparts not required for filing purposes, together with the fee receipt and the letter from the Interstate Commerce Commission acknowledging the filing, and extra copies of this letter of transmittal.

Very truly yours,

  
Allen H. Harrison, Jr.  
Agent for North American Car  
Corporation

Mr. H. Gordon Homme, Jr.  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Encs.

BY HAND

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

**4/30/79**

**OFFICE OF THE SECRETARY**

**Allen H. Harrison  
Wilmer, Cutler & Pickering  
1666 K. Street, N.W.  
Washington, D.C. 20006**

**Dear Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **4/30/79** at **3:10pm**, and assigned recordation number(s). **9927-J & 9927-K**

Sincerely yours,

H. G. Homme, Jr.  
Secretary

Enclosure(s)

SE-30  
(3/79)

SUPPLEMENT, dated as of April 23rd , to the  
BAILMENT AGREEMENT AND ASSIGNMENT LEASES, dated as of  
December 18 , 1978 (the "Assignment"), between GENERAL  
ELECTRIC CREDIT AND LEASING CORPORATION, a Delaware corporation  
("GECC") and NORTH AMERICAN CAR CORPORATION, a Delaware  
corporation ("NACC"):

WHEREAS, NACC and GECC desire to add the <sup>INTERESTS OF</sup> railroad equipment referred to in Schedule A hereto (the  
"Equipment") to the Assignment;

WHEREAS, NACC and GECC desire to assign the leases  
referred to in Schedule B hereto (the "Leases") to the Assignment;

NOW THEREFORE, in consideration of the mutual cov-  
enants and promises contained herein and in the Assignment,  
GECC and NACC agree as follows:

Article I. Definitions, Interpretation

1.01. The definitions set forth or incorporated by  
reference in the Assignment are incorporated herein by reference  
to the same extent as if set forth herein, except as herein  
otherwise provided.

1.02. In the event of any discrepancy between the  
provisions of this Supplement and the provisions of the  
Assignment, the provisions of the Assignment shall control and  
the provisions hereof are expressly made subject thereto.

Article II. Supplement to Assignment

2.01. The Assignment is hereby supplemented to  
add the Leases and the Equipment thereto.

Article III. Representation and Warranties

3.01 The representations, warranties and covenants  
of NACC in the Assignment are true and correct on and as of  
the date hereof as though made on and as of this date.

IN WITNESS WHEREOF, NACC and GECC have executed  
this Supplement as of this April 23rd , 1979.

NORTH AMERICAN CAR CORPORATION

By Harold J. Jorgensen

ATTEST:

James M. S. Higgins

GENERAL ELECTRIC CREDIT AND  
LEASING CORPORATION

By W. J. Jorgensen

ATTEST:

W. J. Jorgensen

STATE OF ILLINOIS )  
 ) SS.:  
COUNTY OF COOK )

On this 23rd day of April 1979, before me personally appeared Harold Wong, to me personally known, who, being by me duly sworn, says that he is a Director-Railcar Administrative Services of NORTH AMERICAN CAR CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Brian M. Walden  
Notary Public

(Notarial Seal)

STATE OF Connecticut )  
 ) SS.:  
COUNTY OF Hartford )

On this 23 day of April, 1979, before me personally appeared D. Cooney, to me personally known, who, being by me duly sworn, says that he is a Manager - Operations of GENERAL ELECTRIC CREDIT AND LEASING CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Eleanor J. Sessa  
Notary Public

(Notarial Seal)

ELEANOR J. SESSA  
NOTARY PUBLIC

MASSACHUSETTS FILED MARCH 31, 1982

SCHEDULE A

<u>Description of Equipment (including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
4750 cu. ft. covered hopper cars, 100-ton trucks, LO	3	NAHX 481140-481142	481140-481142

SCHEDULE B

<u>Dates and Numbers of Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (in- cluding AAR design)</u>
Car Leasing Agreement NAHX 481140-481142 3428 (dated 10/30/78) Rider 1 (dated 10/30/78)		481140-481142	4750 cu. ft. covered hopper cars, 100-ton trucks, LO